

Filing Fee: \$150.00



State of Rhode Island and Providence Plantations

OFFICE OF THE SECRETARY OF STATE
CORPORATIONS DIVISION
100 NORTH MAIN STREET
PROVIDENCE, RI 02903-1335

Corp. I.D. #

103185

BUSINESS CORPORATION

ARTICLES OF INCORPORATION

The undersigned acting as incorporator (s) of a corporation under Chapter 7-1.1 of the General Laws, 1956, as amended, adopt(s) the following Articles of Incorporation for such corporation:

FIRST: The name of the corporation isLeah F. Adams, M. D., Inc.

(A close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended) (strike if inapplicable)

SECOND: The period of its duration is (if perpetual, so state)Perpetual.....

THIRD: The purpose or purposes for which the corporation is organized are:

To provide medical services including the provision of all services incidental thereto, and to transact any lawful business for which professional service corporations may be incorporated under Chapter 7-5.1-1 of the General Laws of the State of Rhode Island and to have all the powers conferred upon professional service corporations thereunder.

FILED

OCT 28 1998

By 213055

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is:

(a) *If only one class:* Total number of shares 500.....

(If the authorized shares are to consist of one class only, state the par value of such shares or a statement that all of such shares are to be without par value.)

All shares are to be without par value.

or

(b) *If more than one class:* Total number of shares

(State (A) the number of shares of each class thereof that are to have a par value and the par value of each share of each such class, and/or (B) the number of such shares that are to be without par value, and (C) a statement of all or any of the designations and the powers, preferences and rights, including voting rights, and the qualifications, limitations or restrictions thereof, which are permitted by the provisions of title 7 of the General Laws in respect of any class or classes of stock of the corporation and the fixing of which by the articles of association is desired, and an express grant of such authority as it may then be desired to grant to the board of directors to fix by vote or votes any thereof that may be desired; but which shall not be fixed by the articles.)

FIFTH: Provisions (if any) dealing with the preemptive right of shareholders pursuant to §7-1.1-24 of the General Laws, 1956, as amended:

SIXTH: Provisions (if any) for the regulation of the internal affairs of the corporation:

SEVENTH: The address of the initial registered office of the corporation is
1119 Reservoir Avenue, Cranston, Rhode Island 02910 (add Zip Code)
and the name of its initial registered agent at such address is:
Mark C. Ouellet

Signature of registered agent

EIGHTH: The number of directors constituting the initial board of directors of the corporation is -2- and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and shall qualify are:

(If this is a close corporation pursuant to §7-1.1-51 of the General Laws, 1956, as amended, state the name (s) and address (es) of the officers of the corporation.)

Name	Address
Leah F. Adams	400 Scituate Avenue, #10, Cranston, RI 02921
Janice Adams	44 Charles Street, East Providence, RI 02914

NINTH: The name and address of each incorporator is:

Name	Address
Leah F. Adams	400 Scituate Avenue, #10, Cranston, RI 02921
Beverly R. Ouellet	1119 Reservoir Avenue, Cranston, RI 02910

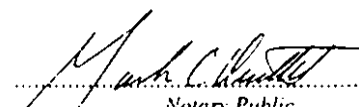
TENTH: Date when corporate existence to begin (not more than 30 days after filing of these articles of incorporation):

OCTOBER 28, 1998
Dated OCTOBER 28, 19 98

Leah F. Adams
Signature of each incorporator
Beverly R. Ouellet

STATE OF RHODE ISLAND } City
COUNTY OF PROVIDENCE } In the } of CRANSTON
in said County this 28th day of October, A.D. 19 98
then personally appeared before me Leah F. Adams and Beverly R. Ouellet

each and all known to me and known by me to be the parties executing the foregoing instrument,
and they severally acknowledged said instrument by them subscribed to be their free act and
deed.


Notary Public
Mark C. Ouellet
My Commission Expires: 06/12/01



(415) 397-9700
(800) 652-1051
(907) 563-3414 (in Alaska)

CERTIFICATE OF INSURANCE

This certificate is issued as a matter of information only and confers no rights upon the certificate holder. This certificate does not amend, extend or alter the coverage afforded by the policy below.

Name and Address of Insured

Leah F. Adams, MD, Inc.
450 Veterans Memorial Parkway, Suite # 8B
East Providence, Rhode Island 02914

Policy Number	Limits of Liability	Annual Policy Period As of 12:01 a.m. local time
613095	1,000,000 each claim 3,000,000 aggregate N/A deductible	Effective Date: 10/27/98 Expiration Date: 01/01/99 Retro Date: 10/27/98

Current Medical Specialty: 9014- Internal Medicine- No Surgery

Certificate Holder

Secretary of State
100 North Main Street
Providence, Rhode Island 02903

This is to certify that the policy of insurance listed above has been issued to the insured named above for the policy period indicated. The insurance afforded by the policy described herein is subject to all the terms, exclusions and conditions of such policy. Should the above policy be canceled before the expiration date, NORCAL will endeavor to mail 10 days written notice to the certificate holder named above, but failure to provide such notice shall impose no obligation or liability of any kind upon the company, its agents or representatives. The policy provides that it is the responsibility of the insured to inform recipients of Certificates of Insurance of any changes in coverage or termination or cancellation of the policy.

By: NORCAL Mutual Insurance Company

Date: 10/27/98

Via Fax: 438-9037

942-9667

DAVID R. HOLLEY, M.D.
Secretary